

ST 02-0119-GIL 05/28/2002 CERTIFICATE OF REGISTRATION

Retailers are required to obtain certificates of registration from the Department in order to lawfully sell tangible personal property at retail in this State. See 35 ILCS 120/2a. (This is a GIL).

May 28, 2002

Dear Xxxxx:

This letter is in response to your letter dated March 26, 2002. The nature of your letter and the information you have provided require that we respond with a General Information Letter, which is designed to provide general information, is not a statement of Department policy and is not binding on the Department. See 2 Ill. Adm. Code 1200.120(b) and (c), which can be accessed at the Department's Website at <http://www.revenue.state.il.us/Laws/regs/part1200/>.

In your letter, you have stated and made inquiry as follows:

I am in receipt of your department's letter which requested the social security numbers and home addresses for the officers of AAA. According to your department's letter, the social security numbers and home addresses of our officers are required to complete the business registration of AAA in the State of Illinois.

On behalf of the officers of AAA, I am requesting a waiver of the requirement that AAA provide the State of Illinois with the social security numbers and home addresses of its officers.

AAA is a subsidiary of BBB, the parent company for all of the BBB family of corporations. AAA was formed to provide service and support staff for BBB projects throughout the world. The officers of AAA are also officers for other worldwide BBB entities including BBB.

BBB and its family of companies have performed, and continue to perform, numerous projects throughout the world including projects for the United States government. As a result of BBB's work with the United States government, terrorist groups have increasingly threatened the safety of BBB's executive leadership including its officers. Throughout the years, it has been discovered that some of BBB's officers have appeared on the 'hit' lists of several domestic and international terrorist groups. Other officers have received both kidnap and death threats. Since the terrorist attacks of September 11, 2001, security at BBB's headquarters and around BBB's officers has been significantly increased because BBB's headquarters in downtown CITY has been deemed a potential target of terrorism.

It is BBB's goal to protect the safety of its officers to the best extent possible. As part of the protection, it is BBB's policy to protect **all confidential information pertaining to BBB's officers and the officers of its subsidiaries**. This is why BBB feels that it would be appropriate for the State of Illinois to waive the requirement that AAA provide the social security numbers of its officers. Both BBB and AAA are privately held corporations. However, their annual report information is available to the general public.

I thank you for your time and hereby request your favorable consideration in this matter. Should you have any further question, please feel free to contact me.

You question the fact that the Illinois Business Application for registration requests that certain information be listed for corporate officers. Section 2a of the Retailers' Occupation Tax Act, 35 ILCS 120/2a, provides in part that "Each such application . . . shall state: (1) The name and social security number of the applicant; (2) the address of his principal place of business; (3) the address of the principal place of business from which he engages in the business of selling tangible personal property at retail in this State and the addresses of all other places of business, if any (enumerating such addresses, if any, in a separate list attached to and made a part of the application), from which he engages in the business of selling tangible personal property at retail in this State, and (4) the name and address of the person or persons who will be responsible for filing returns and payment of taxes due under this Act, (5) *in the case of a corporation, the name, title, and social security number of each corporate officer*, . . . and (7) *such other information as the Department may reasonably require*." (emphasis added).

As the requirement of listing corporate officers' social security numbers is statutory, the Department is without authority to administratively waive it. The Department believes it is reasonable to require the home addresses of officers because Section 3-7 of the Uniform Penalty and Interest Act, 35 ILCS 735/3-7, states the following:

"(a) Any officer or employee of any taxpayer subject to the provisions of a tax Act administered by the Department who has the control, supervision or responsibility of filing returns and making payment of the amount of any trust tax imposed in accordance with that Act and who wilfully fails to file the return or make the payment to the Department or wilfully attempts in any other manner to evade or defeat the tax shall be personally liable for a penalty equal to the total amount of tax unpaid by the taxpayer including interest and penalties thereon."

If the Department were to issue such a notice to a corporate officer, it must be sent to the last known address of the officer. By being listed as a corporate officer, these persons do not become personal guarantors of a corporation's tax liability. It is only if those persons had the responsibility of filing and paying taxes on behalf of the corporation and are found to have wilfully failed to file returns or pay taxes that they can be held personally liable for amounts that the corporation would have paid but for the wilful failure.

Please note that the application's corporate officer information is confidential and is not made available to the public. The Illinois Department of Revenue only uses it for official purposes and it is a Class B misdemeanor for a Department employee to improperly divulge such information, 35 ILCS 120/11.

I hope this information is helpful. The Department of Revenue maintains a Web site, which can be accessed at [www.revenue.state.il.us](http://www.revenue.state.il.us). If you have further questions related to the Illinois sales tax laws, please contact the Department's Taxpayer Information Division at (217) 782-3336.

If you are not under audit and you wish to obtain a binding Private Letter Ruling regarding your factual situation, please submit all of the information set out in items 1 through 8 of Section 1200.110(b).

Very truly yours,

Karl W. Betz  
Associate Counsel

KWB:msk